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**UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
OAKLAND DIVISION**

BRADLEY C. SMITH, derivatively on behalf  
of FRANKLIN CUSTODIAN FUNDS,

Plaintiff,

v.

FRANKLIN/TEMPLETON DISTRIBUTORS,  
INC., HARRIS J. ASHTON, ROBERT F.  
CARLSON, SAM GINN, EDITH E.  
HOLIDAY, FRANK W.T. LAHAYE, FRANK  
A. OLSON, LARRY D. THOMPSON, JOHN  
B. WILSON, CHARLES B. JOHNSON, AND  
RUPERT H. JOHNSON,

Defendants,

and  
FRANKLIN CUSTODIAN FUNDS,

Nominal Defendant.

Case No. 09-4775 PJH

**[PROPOSED] ORDER EXTENDING TIME  
TO RESPOND TO THE AMENDED  
COMPLAINT AND SETTING BRIEFING  
SCHEDULE**

Date:  
Time:  
Place: Courtroom 3  
Judge: Hon. Phyllis J. Hamilton

[PROPOSED] ORDER EXTENDING TIME TO RESPOND TO THE AMENDED COMPLAINT AND SETTING  
BRIEFING SCHEDULE

C-09-4775 PJH

ME1 10254906v.1

**[PROPOSED] ORDER**

Pursuant to the Parties' Stipulation Extending Time to Respond to the Amended Complaint and Setting Briefing Schedule filed on July 9, 2010, and for good cause having been shown, IT IS HEREBY ORDERED THAT:

1. The time by which Defendants must answer, move against, or otherwise respond to the Amended Complaint shall be on or before August 20, 2010;

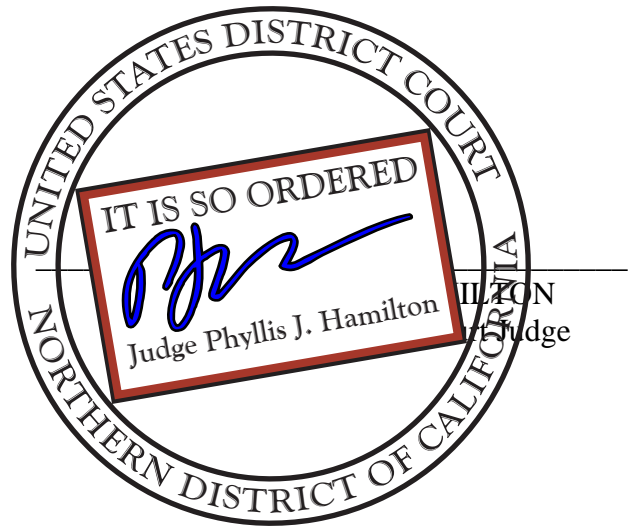
2. Plaintiff shall have up to and including September 17, 2010 to file and serve his Opposition to any motions to dismiss filed by Defendants;

3. Defendants shall have up to and including October 6, 2010 to file and serve their Replies to such Opposition(s);

4. A hearing for any motions to dismiss that may be filed is scheduled for October 27, 2010.

**IT IS SO ORDERED.**

Dated: July 12, 2010, 2010



**PROOF OF SERVICE**

I certify that this document filed through the ECF system will be sent electronically to the registered participants as identified on the Notice of Electronic Filing (NEF) and paper copies will be sent to those indicated as non-registered participants on this 9th day of July, 2010.

By: /s/ Lloyd Winawer